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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

FEDERAL TRADE COMMISSION,

Plaintiff,

v.

MICROSOFT CORPORATION and
 ACTIVISION BLIZZARD, INC.,

Defendants.

Case No. 3:23-cv-02880-JSC

**(1) FOURTH AMENDED
 ADMINISTRATIVE MOTION SEEKING IN
 CAMERA TREATMENT OF CERTAIN
 EXHIBITS PURSUANT TO CIVIL L.R. 7-11
 AND 79-5; and
 (2) DECLARATION OF PAGE ROBINSON
 IN SUPPORT THEREOF**

Date: TBA
 Time: TBA
 Dept.: Courtroom 8—19th Floor
 Judge: Honorable Jacqueline S. Corley

1 Pursuant to Civil Local Rules 7-11 and 79-5 and the June 14th Order Re: Evidentiary Hearing on
2 Preliminary Injunction Motion (ECF No. 76) (“Order”), Defendant Activision Blizzard, Inc.
3 (“Activision”) does respectfully move this Court to seal from public disclosure and permit *in camera*
4 treatment of certain exhibits that appear on Plaintiff Federal Trade Commission (“FTC”) and
5 Defendants’ (collectively, the “Parties”) exhibit lists.

6 On June 14, 2023, the Court issued an Order directing the Parties, among other things, to identify
7 “each exhibit each party intends to offer at the evidentiary hearing either through a witness declaration
8 or live testimony,” including “which exhibits are subject to a confidentiality designation and where on
9 the docket the Court can locate a declaration in support of sealing as required by Local Rule 79-5.”
10 Order, at Section A.2. On June 18, 19, 21, 22 and 26, 2023, the Parties exchanged their respective exhibit
11 lists, which identify exhibits that the Parties plan to introduce during the evidentiary hearing.

12 Pursuant to the Court’s Order Following June 21, 2023 Status Conference at ECF 170, Activision
13 is filing this Fourth Amended Administrative Motion, which replaces the Amended Administrative
14 Motion filed at ECF 205, to provide the legal bases for sealing the exhibits that appears on the Parties’
15 exhibit lists.

16 As described in detail herein, many of the exhibits on the Parties’ lists contain highly sensitive
17 and proprietary business information that would injure Activision if made publicly available. The
18 following table describes the highly confidential material found in the exhibits identified in the Parties’
19 exhibit lists and the specific bases supporting sealing of the information. *See* Civ. L.R. 79-5(c). The
20 proposed sealing reflects Activision’s good-faith efforts to narrowly seek sealing of only that information
21 which is competitively sensitive and contained in internal documents, the public disclosure of which
22 would cause injury to Activision that cannot be avoided through any more restrictive alternative means:
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Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
FTC's Exhibit List			
PX0004	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX0060	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX0079	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and

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			projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX1763	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2002	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2006	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes and strategic evaluation of forward-looking opportunities, which could be used to injure Activision if made publicly available.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
PX2008	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, business partnerships, and terms of existing confidential agreements, which could be used to injure Activision if made publicly available.
PX2017	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, and terms of existing confidential agreements, which could be used to injure Activision if made publicly available.
PX2049	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2073	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2082	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2083	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2086	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking

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			opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and internal business strategy, which could be used to injure Activision if made publicly available. In addition, this exhibit contains personal identifiable information, including phone numbers and email addresses.
PX2093	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2094	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
PX2104	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2107	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2113	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.

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PX2115	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2133	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2138	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if

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			made publicly available.
PX2139	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2157	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2159	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			strategy, which could be used to injure Activision if made publicly available.
PX2160	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2167	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2170	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, business partnerships and terms of existing confidential agreements, which could be used to injure Activision if made publicly available.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
PX2183	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2186	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2189	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.

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PX2197	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX2198	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2199	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.

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PX2203	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2265	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2282	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2283	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, assessment of the competitive

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			landscape, business partnerships, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2285	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2288	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, and strategic evaluation of forward-looking opportunities, which could be used to injure Activision if made publicly available.
PX2355	FTC's Exhibit List	Document Withheld	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, which could be used to injure Activision if made publicly available.
PX2391	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2392	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2393	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, and terms of existing confidential agreements, which could be used to injure Activision if made publicly available.
PX2396	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX2403	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic

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			evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2406	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, and business partnerships, which could be used to injure Activision if made publicly available.
PX2410	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, and strategic evaluation of forward-looking opportunities, which could be used to injure Activision if made publicly available.
PX2415	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2419	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2421	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, and terms of existing confidential agreements, which could be used to injure Activision if made publicly available.
PX2443	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX2447	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
PX2448	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, and terms of existing confidential agreements, which could be used to injure Activision if made publicly available.
PX2452	FTC's Exhibit List	Document Withheld	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2454	FTC's Exhibit List	Document Withheld	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.

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PX2456	FTC's Exhibit List	Document Withheld	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, and terms of existing confidential agreements, which could be used to injure Activision if made publicly available.
PX2460	FTC's Exhibit List	Document Withheld	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX2462	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
PX2463	FTC's Exhibit List	Document Withheld	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2464	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX2465	FTC's Exhibit List	Document Withheld	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			could be used to injure Activision if made publicly available.
PX2471	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX3104	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, which could be used to injure Activision if made publicly available.
PX3148	FTC's Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, which could be used to injure Activision if made publicly available.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
PX4743	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX5000/RX5015 ¹	FTC's and Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX5001 ²	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.

¹ Activision does not believe that the Lee Report should be entered as an exhibit, but requests in camera treatment if the document is introduced.

² Activision does not believe that the Lee Rebuttal Report should be entered as an exhibit, but requests in camera treatment if the document is introduced.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
PX5002 ³	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
PX7000	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX7001	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX7004	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business

³ Activision does not believe that the Bailey Report should be entered as an exhibit, but requests in camera treatment if the document is introduced.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			partnerships, which could be used to injure Activision if made publicly available.
PX7006	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX7008	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX7030	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX7033	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business

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			partnerships, which could be used to injure Activision if made publicly available.
PX7035	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX7038	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX7039	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX7052	FTC's Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business

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			partnerships, which could be used to injure Activision if made publicly available.
PX8000	FTC's and Defendants' Exhibit List	Redacted Version Forthcoming	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
PX8001	FTC's Exhibit List	Redacted Version Forthcoming	This exhibit contains non-public and highly sensitive information including, but not limited to, competitively sensitive data, which could be used to injure Activision if made publicly available.
Defendants' Exhibit List			
RX0020	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX1001	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the

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			competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX1002	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, revenue figures and projections, and internal business strategy, which could be used to injure Activision if made publicly available.
RX1006	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, revenue figures and projections, and internal business strategy and analysis, which could be used to injure Activision if made publicly available.
RX1008	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if

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			made publicly available.
RX1011	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal business strategy, which could be used to injure Activision if made publicly available.
RX1012	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, business partnerships, terms of existing confidential agreements, and internal business strategy, which could be used to injure Activision if made publicly available.
RX1013	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and internal business strategy, which could be used to injure Activision if made publicly available.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
RX1015	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and internal business strategy, which could be used to injure Activision if made publicly available.
RX1016	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, business partnerships, terms of existing confidential agreements, and internal business strategy, which could be used to injure Activision if made publicly available.
RX1017	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, revenue figures and projections, and internal business strategy, which could be used to injure Activision if made publicly available.
RX1018	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, business partnerships, and internal business strategy, which could be used to injure Activision if

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			made publicly available.
RX1019	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, business partnerships, terms of existing confidential agreements, and internal business strategy, which could be used to injure Activision if made publicly available.
RX1020	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX1021	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to

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			injure Activision if made publicly available.
RX1022	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1024	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1026	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive

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			landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1027	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1030	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1031	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic

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			evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1032	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1033	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
RX1036	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1038	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1041	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which

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			could be used to injure Activision if made publicly available.
RX1042	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1044	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1047	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and internal

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			presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1048	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX1259	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1260	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and

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			projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1273	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1275	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX1276	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could

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			be used to injure Activision if made publicly available.
RX1281	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, which could be used to injure Activision if made publicly available.
RX1282	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1284	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if

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			made publicly available.
RX1285	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1286	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, and strategic evaluation of forward-looking opportunities, which could be used to injure Activision if made publicly available.
RX1289	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.

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RX1296	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1305	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1308	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive

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			landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX1310	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX2073	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX3000	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, and terms of existing confidential agreements, which could be used to injure Activision if made publicly available.

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RX3001	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX3006	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX3008	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.

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RX3011	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX3012	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX3095	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.

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RX3097	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, and business partnerships, which could be used to injure Activision if made publicly available.
RX3100	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX3101	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.

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RX5004	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX5005	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX5006	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which

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			could be used to injure Activision if made publicly available.
RX5007	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX5008	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX5009	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive

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			landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX5010	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX5023	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX5024	Defendants' Exhibit List	Document Withheld	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic

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			evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
RX5027	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX5028	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX5029	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic

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			evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX5030	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, and revenue figures and projections, which could be used to injure Activision if made publicly available.
RX5042	Defendants' Exhibit List	Redacted Version Forthcoming	This portion contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures and projections, and internal presentations discussing business strategy, which could be used to injure Activision if made publicly available.
PX7059	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic

Document	Party Seeking to Introduce Exhibit	Information Requested for <i>In Camera</i> Treatment	Basis for <i>In Camera</i> Treatment Request
			evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, which could be used to injure Activision if made publicly available.
PX7065	Defendants' Exhibit List	Document Withheld	This exhibit contains non-public and highly sensitive information including, but not limited to, internal decision-making processes, investment decisions, strategic evaluation of forward-looking opportunities, market share analyses, assessment of the competitive landscape, business partnerships, terms of existing confidential agreements, which could be used to injure Activision if made publicly available.

ARGUMENT

I. *In Camera* Treatment of the Exhibits Is Warranted Under Ninth Circuit Precedent as They Contain Activision's Confidential Business Information

The above-mentioned exhibits contain competitively sensitive business information and warrant *in camera* treatment at the evidentiary hearing. In the Ninth Circuit, “[p]arties seeking to seal judicial records relating to motions that are ‘more than tangentially related to the underlying cause of action,’ bear the burden of overcoming the presumption with ‘compelling reasons supported by specific factual findings that outweigh the general history of access and the public policies favoring disclosure.’” *Lenovo (United States) Inc. v. IPCom GmbH & Co., KG*, 2022 WL 2313948, at *1 (N.D. Cal. Jun. 28, 2022); *see also Kamakana v. City & County of Honolulu*, 447 F.3d 1172, 1179 (9th Cir. 2006) (“[T]he court must ‘conscientiously [] balance the competing interests’ of the public and the party who seeks to keep certain judicial records secret.”). Courts in this Circuit regularly find that sealing is warranted where the records or information that are sought to be sealed could be used “as sources of business information

1 that might harm a litigant’s competitive standing.” *Nixon v. Warner Commc’ns, Inc.*, 435 U.S. 589, 598
 2 (1978); *see also In re Elec. Arts, Inc.*, 298 F. App’x 568, 569 (9th Cir. 2008) (same); *Velasco v. Chrysler*
 3 *Grp. LLC*, No. CV 13-08080 DDP (VBK), 2017 WL 445241, at *2 (C.D. Cal. Jan. 30, 2017) (stating
 4 that “district courts in this Circuit have sealed records containing ‘information about proprietary business
 5 operations, a company’s business mode or agreements with clients,’ [and] ‘internal policies and
 6 strategies’”) (internal citations omitted).

7 “The Ninth Circuit has explained that ‘in general, compelling reasons sufficient to outweigh the
 8 public’s interest in disclosure and justify sealing court records exist when such court files might have
 9 become a vehicle for improper purposes, such as the use of records to . . . release trade secrets.’” *Velasco*,
 10 2017 WL 445241, at *2 (quoting *Elec. Arts*, 298 F. App’x at 569); *see also Elec. Arts*, 298 F. App’x at
 11 569 (“A ‘trade secret may consist of any formula, pattern, device or compilation of information which
 12 is used in one’s business, and which gives him an opportunity to obtain an advantage over competitors
 13 who do not know or use it.’”) (citation omitted). A court has “broad latitude” to grant protective orders
 14 to prevent disclosure of “many types of information, including, but not limited to, trade secrets or other
 15 confidential research, development, or commercial information.” *Phillips ex rel. Estates of Byrd v. Gen.*
 16 *Motors Corp.*, 307 F.3d 1206, 1211 (9th Cir. 2002).

17 In determining whether a document should be filed under seal, courts consider, among other
 18 things, the measures taken to guard the information’s secrecy and the value of the information to the
 19 business or its competitors. *E.g., Phillips ex rel. Estates of Byrd v. Gen. Motors Corp.*, 307 F.3d 1206,
 20 1212 (9th Cir. 2002). Here, Activision seeks *in camera* treatment of only the exhibits on Defendants’
 21 and the FTC’s exhibit lists that reference and reflect, among other things, confidential, proprietary
 22 information relating to Activision’s internal decision-making processes, investment decisions, strategic
 23 evaluation of forward-looking opportunities, market share analyses, assessment of the competitive
 24 landscape, business partnerships, terms of existing confidential agreements, revenue figures and
 25 projections, and internal presentations discussing business strategy. The disclosure of this information
 26 could be used to injure Activision if made publicly available.

27 **II. *In Camera* Treatment of the Exhibits Is Necessary to Protect Defendants’ Confidential and**
 28 **Proprietary Business Information**

1 Activision seeks *in camera* treatment of the above-mentioned exhibits, which contain
2 Activision's non-public and highly sensitive information. Examples of such confidential information
3 include, but are not limited to, Activision's internal decision-making processes, investment decisions,
4 strategic evaluation of forward-looking opportunities, market share analyses, assessment of the
5 competitive landscape, business partnerships, terms of existing confidential agreements, revenue figures
6 and projections, and internal presentations discussing business strategy. Disclosure of this information
7 would provide Activision's competitors with private data about Activision's performance and business
8 strategy, which could harm Activision's competitive standing. *See Cont'l Auto. Sys. v. Avanci, LLC*,
9 No. 19-cv-02520-LHK, 2019 WL 6612012, at *4 (N.D. Cal. Dec. 5, 2019). As set forth in the supporting
10 Declaration of Page Robinson, Activision actively seeks to maintain the secrecy of the types of
11 confidential information contained in the parties' exhibit lists. Thus, the unsealing of this highly
12 confidential and sensitive information would cause injury to Defendants that cannot be avoided through
13 less restrictive alternatives. (*See* Decl. of Page Robinson, ¶¶ 5.)

14 Finally, Activision provided the FTC with confidential business information cited in the
15 Opposition and supporting materials pursuant to the statutory and regulatory guarantees of
16 confidentiality contained in the Hart-Scott-Rodino Act or the FTC Act. *See* 15 U.S.C. §§ 18a(h), 46(f),
17 57b-2(b), 57b-2(c); 6 C.F.R. § 4.10(d)-(g). In similar cases, the FTC has acknowledged the need to
18 maintain the confidentiality of a party's confidential business information that has been provided to the
19 FTC via a regulatory request. *See, e.g., FTC v. Lockheed Martin Corp.*, 2022 WL 1446650, at *2 (D.D.C.
20 Jan. 25, 2022) ("According to the FTC, sealing the complaint is appropriate . . . because the filing
21 includes confidential information submitted . . . pursuant to 'statutory and regulatory guarantees of
22 confidentiality.' . . . The requested sealing covers only confidential information and is, according to the
23 FTC, required by regulation.").

24 **III. Conclusion**

25 As stated above, compelling reasons justify Activision's request for *in camera* treatment of the
26 Activision's confidential business information contained in the above-mentioned exhibits. Activision
27 therefore respectfully request that this Court grant its Fourth Amended Administrative Motion. In
28 compliance with Civil Local Rule 79-5(d), redacted and unredacted versions of the Exhibits warranting

1 *in camera* treatment accompany this Fourth Amended Administrative Motion. In accordance with Civil
2 Local Rule 7-11, Activision has also filed a Proposed Order herewith.

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By: /s/ Caroline Van Ness

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